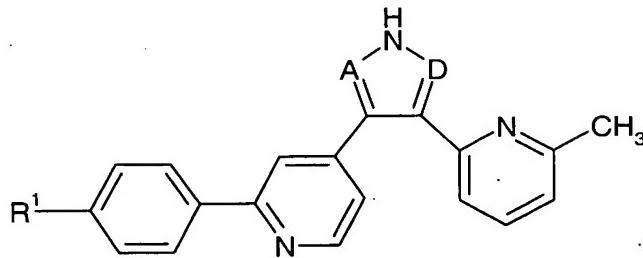


**Amendments to the claims**

This listing of claims will replace all prior versions, and listings, of claims in the application:

1. (Original) A compound of formula (I), a pharmaceutically acceptable salt, solvate or derivative thereof;



(I)

wherein

either a) A is C(R<sup>2</sup>) and D is N; or b) A is N and D is C(R<sup>2</sup>);

R<sup>1</sup> is selected from the list: hydrogen, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkenyl, C<sub>1-6</sub>alkoxy, halo, cyano, perfluoro C<sub>1-6</sub>alkyl, perfluoroC<sub>1-6</sub>alkoxy, -NR<sup>3</sup>R<sup>4</sup>, -(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, -O(CH<sub>2</sub>)<sub>n</sub>OR<sup>5</sup>, -O(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, -O(CH<sub>2</sub>)<sub>n</sub>Het, -CONR<sup>3</sup>R<sup>4</sup>, -CO(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, -SO<sub>2</sub>R<sup>5</sup>, -SO<sub>2</sub>NR<sup>3</sup>R<sup>4</sup>, -NR<sup>3</sup>SO<sub>2</sub>R<sup>5</sup>, -NR<sup>3</sup>COR<sup>5</sup>, -NR<sup>3</sup>CO(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, Het and -O(CH<sub>2</sub>)<sub>n</sub>CONR<sup>3</sup>R<sup>4</sup>;

R<sup>2</sup> is hydrogen or C<sub>1-4</sub>alkyl;

R<sup>3</sup> and R<sup>4</sup> are independently hydrogen, C<sub>1-6</sub>alkyl, Het or C<sub>1-4</sub>alkoxyC<sub>1-4</sub>alkyl; or R<sup>3</sup> and R<sup>4</sup> together with the nitrogen atom to which they are attached form a 3, 4, 5, 6 or 7-membered saturated or unsaturated ring which may contain one or more heteroatoms selected from N, S or O, and wherein the ring may be further substituted by one or more substituents selected from halo (such as fluoro, chloro, bromo), -CN, -CF<sub>3</sub>, -OH, -OCF<sub>3</sub>, C<sub>1-6</sub>alkyl and C<sub>1-6</sub>alkoxy;

R<sup>5</sup> is hydrogen or C<sub>1-6</sub>alkyl;

Het is a 5 or 6-membered C-linked heterocyclyl group which may be saturated, unsaturated or aromatic, which may contain one or more heteroatoms selected from N, S or O and which may be substituted by C<sub>1-6</sub>alkyl; and

n is 1-4.

2. (Original) A compound according to claim 1 wherein R<sup>1</sup> is C<sub>1-6</sub>alkoxy, halo, cyano, perfluoroC<sub>1-6</sub>alkoxy, -NR<sup>3</sup>R<sup>4</sup>, -(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, -O(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, -O(CH<sub>2</sub>)<sub>n</sub>Het, -CONR<sup>3</sup>R<sup>4</sup>, -SO<sub>2</sub>R<sup>5</sup>, -NR<sup>3</sup>CO(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, Het or -O(CH<sub>2</sub>)<sub>n</sub>CONR<sup>3</sup>R<sup>4</sup>.

3. (Currently Amended) A compound according to any preceding claim claim 1 wherein R<sup>3</sup> and R<sup>4</sup> are independently hydrogen, methyl, Het or C<sub>1-4</sub>alkoxyC<sub>1-4</sub>alkyl; or R<sup>3</sup> and R<sup>4</sup> together with the atom to which they are attached form a morpholine, piperidine, pyrrolidine or piperazine ring.

4. (Currently Amended) A compound according to any preceding claim claim 1 wherein either a) A is C(R<sup>2</sup>) and D is N; or b) A is N and D is C(R<sup>2</sup>); R<sup>1</sup> is C<sub>1-6</sub>alkoxy, halo, cyano, perfluoroC<sub>1-6</sub>alkoxy, -NR<sup>3</sup>R<sup>4</sup>, -(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, -O(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, -O(CH<sub>2</sub>)<sub>n</sub>Het, -CONR<sup>3</sup>R<sup>4</sup>, -SO<sub>2</sub>R<sup>5</sup>, -NR<sup>3</sup>CO(CH<sub>2</sub>)<sub>n</sub>NR<sup>3</sup>R<sup>4</sup>, Het or -O(CH<sub>2</sub>)<sub>n</sub>CONR<sup>3</sup>R<sup>4</sup>; R<sup>2</sup> is hydrogen or methyl; R<sup>3</sup> and R<sup>4</sup> are independently hydrogen, methyl, Het or C<sub>1-4</sub>alkoxyC<sub>1-4</sub>alkyl; or R<sup>3</sup> and R<sup>4</sup> together with the nitrogen atom to which they are attached form a morpholine, piperidine, pyrrolidine or piperazine ring, which ring may be further substituted by one or more substituents selected from halo -CN, -CF<sub>3</sub>, -OH, -OCF<sub>3</sub>, C<sub>1-6</sub>alkyl and C<sub>1-6</sub>alkoxy; R<sup>5</sup> is hydrogen or C<sub>1-6</sub>alkyl; Het is a 5 or 6-membered C-linked heterocyclyl group which may be saturated, unsaturated or aromatic, which may contain one or more heteroatoms selected from N, S or O and which may be substituted by C<sub>1-6</sub>alkyl; and n is 1-3.

5. (Original) A compound according to claim 1 selected from the list: 2-{4-(1-methyl-imidazol-4-yl)methyloxy]-phenyl}-4-(3-(6-methyl-pyridin-2-yl)-1H-pyrazol-4-yl)pyridine (Example 1) ;

2-[4-(ethylsulfonyl)phenyl]-4-[3-(6-methyl-pyridin-2-yl)-1H-pyrazol-4-yl]pyridine (Example 2);  
4-[3-(6-methylpyridin-2-yl)-1H-pyrazol-4-yl]-2-[4-(pyrrolidin-1-ylmethyl)phenyl] pyridine (Example 3);  
4-(4-{4-[5-methyl-3-(6-methylpyridin-2-yl)-1H-pyrazol-4-yl]pyridin-2-yl}benzyl)morpholine (Example 7); and  
3-[2-(4-(2-(pyrrolidin-1-yl)ethoxy)phenyl)pyridin-4-yl]-4-[6-methylpyridin-2-yl]-1H-pyrazole (Example 22);  
and pharmaceutically acceptable salts, solvates and derivatives thereof.

6. (Currently Amended) A pharmaceutical composition comprising a compound defined in ~~any preceding claim~~ claim 1 and a pharmaceutically acceptable carrier or diluent.

Claims 7-10 (Canceled)

11. (New) A method for the treatment or prophylaxis of a disorder mediated by the ALK5 receptor in mammals, wherein the disorder is selected from chronic renal disease, acute renal disease, wound healing, arthritis, osteoporosis, kidney disease, congestive heart failure, ulcers, ocular disorders, corneal wounds, diabetic nephropathy, impaired neurological function, Alzheimer's disease, atherosclerosis, peritoneal and sub-dermal adhesion, any disease wherein fibrosis is a major component, including, but not limited to lung fibrosis, kidney fibrosis, liver fibrosis [for example, hepatitis B virus (HBV), hepatitis C virus (HCV)], alcohol induced hepatitis, retroperitoneal fibrosis, mesenteric fibrosis, haemochromatosis and primary biliary cirrhosis, endometriosis, keloids and restenosis, which method comprises administering to a mammal in need of such treatment a compound according to claim 1.